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OF COUNSEL
URBAN A. LESTER

September 5, 2000

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

RECORDATION NO. 19482-B FILED

SEP 5 '00 2-48 PM
TS
SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination and Release of Security Interest, dated as of September 1, 2000, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement which was duly filed with the Commission under Recordation Number 19482.

The name and address of the party to the enclosed document are:

Secured Party: First Victoria National Bank
101 South Main Street
Victoria, TX 77901

Debtor: [ITG Inc.]

A description of the railroad equipment covered by the enclosed document is:

Twelve (12) flat railcars: BVRV 4001 - 4012 inclusive.

Mr. Vernon A. Williams
September 5, 2000
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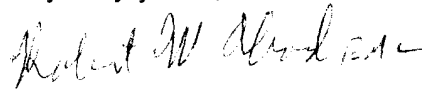
A short summary of the railroad equipment covered by the enclosed document is:

Termination and Release of Security Interest, dated as of September 1, 2000 (the "Release") from First Victoria National Bank, Secured Party, to ITG Inc., Debtor covering twelve (12) flat railcars: BVMY 4001 - 4012 inclusive.

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed documents to the undersigned.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Robert W. Alvord".

Robert W. Alvord

RWA/bjg
Enclosures

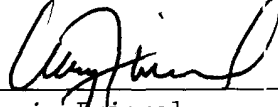
TERMINATION AND RELEASE OF SECURITY INTEREST

First Victoria National Bank ("First Victoria"), for good and valuable consideration the receipt and sufficiency of which is acknowledged, terminates and releases its rights and interests (including without limitation any security interests, liens, chattel mortgages, and other rights and interests as secured party) in and to, or pursuant to, any or all of the following: (i) twelve (12) flat railroad cars, bearing the reporting marks and numbers BVRV 4001-4012 inclusive (the "Cars"); (ii) Railroad Car Lease Agreement, No. ITG-2379, dated 05/23/95, between ITG, Inc. and Brandywine Valley Railroad, and related Riders No. One and Two dated 05/23/95; and (iii) Security Agreement dated 06/15/95 and Collateral Assignment of Lease Agreement dated 06/15/95, each from ITG, Inc. in favor of First Victoria National Bank.

Memoranda of First Victoria's rights and interests with respect to the Cars as secured party have been recorded with the Surface Transportation Board under Recordation Nos. 19482 and 19483. Without limiting the generality of the foregoing, First Victoria releases and terminates its rights and interests covered by those memoranda.

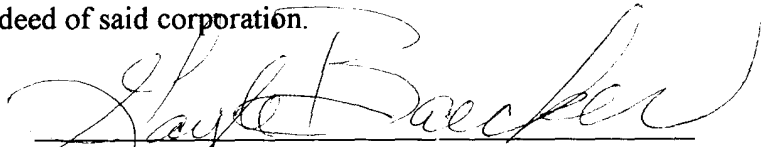
EXECUTED as of September 1, 2000.

FIRST VICTORIA NATIONAL BANK

By: 
Name: Craig Friemel
Title: Senior Vice President

State of Texas, County of Victoria

On September 1, 2000, before me personally appeared Craig Friemel to me personally known, who being by me duly sworn says that he is Senior Vice President of First Victoria National Bank, and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public
My commission expires:
[NOTARIAL SEAL]

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SURFACE TRANSPORTATION BOARD

